

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

In Re: CANNTRUST HOLDINGS INC.  
SECURITIES LITIGATION

19-cv-06396 (JPO)

**STIPULATION AND  
ORDER**

WHEREAS, on or about March 31, 2020, defendant CannTrust Holdings Inc. (“CannTrust”) filed an application pursuant to the Companies’ Creditors Arrangement Act in the Ontario Superior Court of Justice in Canada (the “Canadian Action”);

WHEREAS, on or about May 6, 2020, the Court in the Canadian Action appointed a mediator (the “Mediator”) to mediate a global settlement of the claims asserted against CannTrust and other defendants in the Canadian Action;

WHEREAS, on June 26, 2020, Plaintiffs in this action filed a consolidated class action complaint (the “Complaint”) asserting claims against several defendants, including Mark Dawber, John Kaden, Robert F. Marcovitch, Shawna Page, Mitchell J. Sanders and Cajun Capital Corporation (together, the “Stipulating Defendants”), pursuant to the Securities Act of 1933 and/or the Securities Exchange Act of 1934;

WHEREAS, on or about July 7, 2020, this Court so-ordered a stipulation among the parties staying this action until such time as: (a) the Mediator declares the mediation process has concluded; or (b) the Court in the Canadian Action lifts the stay of the proceedings in Canada, whichever is earlier (the “Stay Order”);

IT IS HEREBY STIPULATED AND AGREED, by and among the attorneys for Plaintiffs and the attorneys for the Stipulating Defendants, as follows:

1. Undersigned counsel for the Stipulating Defendants are authorized to accept, and hereby do accept, service of the summons and the Complaint on behalf of the Stipulating Defendants, without prejudice and without waiver of any of the Stipulating Defendants' defenses, objections or arguments, except as to sufficiency of service of process. By agreeing to this Stipulation, the Stipulating Defendants do not consent to personal jurisdiction in this forum. This Stipulation shall not operate as a waiver of any arguments concerning the applicability of any stays or other orders issued in the Canadian Action and no party will argue that entry into this Stipulation waives or otherwise diminishes any such arguments.

2. The Stipulating Defendants shall not be required to answer or otherwise respond to, and are hereby expressly relieved from answering or otherwise responding to, the Complaint subject to the provisions of paragraph 3 below and the Stay Order.

3. Consistent with the terms of the Stay Order, after either a declaration by the Mediator that the mediation process has concluded or the Court in the Canadian Action has lifted the stay of the proceedings in Canada, if this action has not been resolved, the Stipulating Defendants, through counsel, will participate in discussions with the parties regarding the status of this action and, to the extent necessary, will, in consultation with the other parties, submit a proposed schedule for the Court's consideration regarding the timing for any answer, motion or other response to the Complaint, which may include without limitation, motions concerning the applicability or scope of any stay applicable to this action.

Dated: September 3, 2020

/s/ James W. Johnson

James W. Johnson

Michael H. Rogers

David J. Schwartz

**LABATON SUCHAROW LLP**

140 Broadway

New York, New York 10005

Telephone: (212) 907-0700

Facsimile: (212) 818-0477

jjohnson@labaton.com

mrogers@labaton.com

dschwartz@labaton.com

*Counsel for Lead Plaintiffs Granite Point  
Capital Master Fund, LP and Granite Point  
Capital Scorpion Focused Ideas Fund, and  
Lead Counsel for the Class*

/s/ Susan L. Saltzstein

Susan L. Saltzstein

Scott D. Musoff

Jeffrey S. Geier

**SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM LLP**

Four Times Square

New York, New York 10036

Telephone: (212) 735-3000

Facsimile: (212) 735-2000

susan.saltzstein@skadden.com

scott.musoff@skadden.com

jeffrey.geier@skadden.com

*Counsel for the Stipulating Defendants*

September 4, 2020

New York, New York

SO ORDERED.

  
\_\_\_\_\_  
J. PAUL OETKEN  
United States District Judge